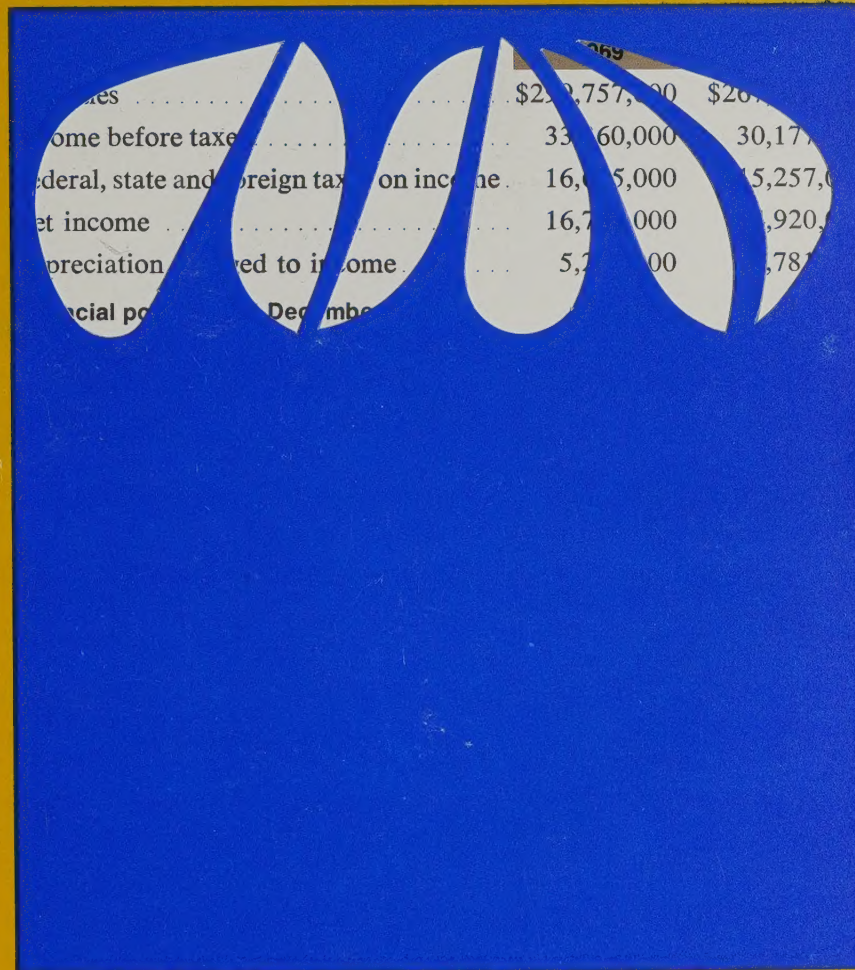


AR23

Sybron Corporation

1969 Annual Report

File



Income before taxes	\$22,757,000	\$20,177,000
Federal, state and foreign tax on income	33,60,000	30,177,000
Net income	16,757,000	15,257,000
Depreciation added to income	5,757,000	5,787,000
Financial position December 31, 1969		



Operating Highlights

1969 sales and earnings up twelve per cent to record level

Health remains our largest market, accounting for forty-two per cent of sales

Record number of dental products introduced in 1969

Research and development budget to increase seventeen per cent in 1970

European market coverage extended with acquisition of three companies

Major plant expansion completed at Pfaudler division

Permutit division opens pollution control research center in Princeton, New Jersey

Financial Highlights

Operations:	1969	1968
Net sales	\$299,757,000	\$267,523,000
Income before taxes	33,360,000	30,177,000
Federal, state and foreign taxes on income ..	16,625,000	15,257,000
Net income	16,735,000	14,920,000
Depreciation charged to income	5,253,000	4,781,000
Financial position—at December 31:		
Current assets	\$174,763,000	\$147,460,000
Current liabilities	76,286,000	72,982,000
Working capital	98,477,000	74,478,000
Long-term debt	54,415,000	27,736,000
Properties—net	59,427,000	51,674,000
Accumulated depreciation on properties ..	51,639,000	46,890,000
Shareholders' equity	133,571,000	124,159,000
Per share information:		
Net income per share	\$ 1.50	\$ 1.35
Dividends paid per common share	.60	.60
Dividends paid per preferred share	2.40	.60*
Book value per common share	11.55	10.60
Number of shareholders	18,700	18,400
Number of shares outstanding—at December 31:		
Preferred	1,192,310	1,180,764
Common	9,295,256	9,262,700

*Fourth quarter only

To Our Shareholders:

It is always a pleasure to report on a year in which our Company established records in sales, earnings and orders. Earnings in 1969 were up 12.2 per cent on a 12.0 per cent increase in sales. Orders were also at a record high of \$319,669,000.

But 1969 was equally significant as a year in which we reached a number of corporate objectives established several years ago.

We Continue to Build A Growth Company

During the year we saw tangible signs that a major goal—the creation of a true growth company—is well within our reach. In fact, we enter the Seventies convinced that we have built sound positions in several major markets which we are confident will grow with the new decade at an above-average rate.

Our Markets—Serving Basic Needs of Man

In 1965, with the creation of Ritter Pfaudler, we set out on a ten-year program with the objective of reshaping our existing company into one with strong positions in industries serving basic human needs on a global basis. The markets we chose to serve, and in which we have concentrated our building efforts, are tied to man's quest for a cleaner world, a healthier life, an opportunity to share in the abundance around him.

The Company Has Grown And Changed Since 1965

How have we done? Since 1965 we have broadened our product-

market base and reduced our reliance on cyclical markets. We have largely rebuilt and expanded our physical plant. We have extended our overseas commitment. Most importantly, we have been able to maintain significant earnings growth.

We Have Broadened Our Product-Market Base

In 1965, sales were concentrated in three product areas: health, 44 per cent; process equipment, 44 per cent; water and waste treatment equipment and chemicals, 12 per cent.

In 1969, the product profile was considerably changed from 1965. Health remained the largest segment of our business—42 per cent. Process equipment accounted for 17 per cent of sales last year. Water and waste treatment equipment was 5 per cent. The size and scope of our specialty chemical business has changed in recent years. Chemical sales have grown from \$5 million in 1965 to more than \$32 million in 1969, or 11 per cent of total corporate sales. And through the merger of Taylor in 1968, instruments and controls have now become an important product area for us, accounting for 25 per cent of our total business in 1969.

Sales, Earnings, Orders Set Records in 1969

Looking at 1969, we are particularly pleased with our operating performance. Net income was \$16,735,000, up 12.2 per cent from \$14,920,000 in 1968. Earnings per share for 1969 reached \$1.50, compared to \$1.35 in 1968. Consolidated

worldwide net shipments were \$299,757,000 in 1969, up from 1968 net shipments of \$267,523,000.

Market Strengths Offset Reduced Government Activity

These new records were established in the face of several external factors which adversely affected some of our operations. Growth in the health and laboratory markets was slower than in past years because of reduced government funding for research and development activities and for new medical facilities.

Spending for equipment and instrumentation by the chemical and other process industries firmed early in 1969 and continued at a good level throughout the year. Overseas business was strong, particularly in Europe where our German process equipment company recorded a 50 per cent increase in orders.

New Priorities Set In Our Growth Programs

The year saw a shift in emphasis in a number of our long-range programs. For example, our acquisition program continued, but the goal was not diversification into new fields but into new areas of markets in which we are already involved.

During 1969 we acquired companies with annual sales of about \$9 million. Three of these acquisitions were in Europe,

another in the laboratory field and one in analytical instrumentation.

R & D Budget to Increase 17 Per Cent in 1970

The success of our diversification efforts through merger and acquisition now permits us to shift relative priorities to internal growth. This new emphasis is reflected in a research and development budget for 1970 of \$10.7 million, which is 17 per cent greater than for 1969.

Worldwide Building Programs Continue

Another of the major steps in our long-range program adopted five years ago was the rebuilding and expansion of our facilities to meet the demands of our markets. We are well on the way to accomplishing this goal and have already invested more than \$40 million.

In 1969, our capital budget was \$12 million. It will remain close to this record level in 1970.

New Executive Vice President Appointed During 1969

Particularly significant in the management of Sybron was the election by the board of directors of William G. vonBerg as executive vice president. Mr. vonBerg, who assumed his new position on January 1, 1970, has been with the Company since 1952 when he joined The Pfaudler Co. He has served as vice president-finance since 1965. Mr. vonBerg has

contributed significantly to the Company's growth and with his new responsibilities we look forward to his further important contributions to our progress.

How We Look At the Years Ahead

How do we view the next few years and the Seventies? You will find throughout this report comments by several of our executives concerning our hopes and aspirations for the new

decade. Also, accompanying this report is a copy of a new brochure in which we describe our involvement in the daily lives of people. This brochure will serve as a basic communication to a number of our audiences and help us in our marketing and recruiting efforts.

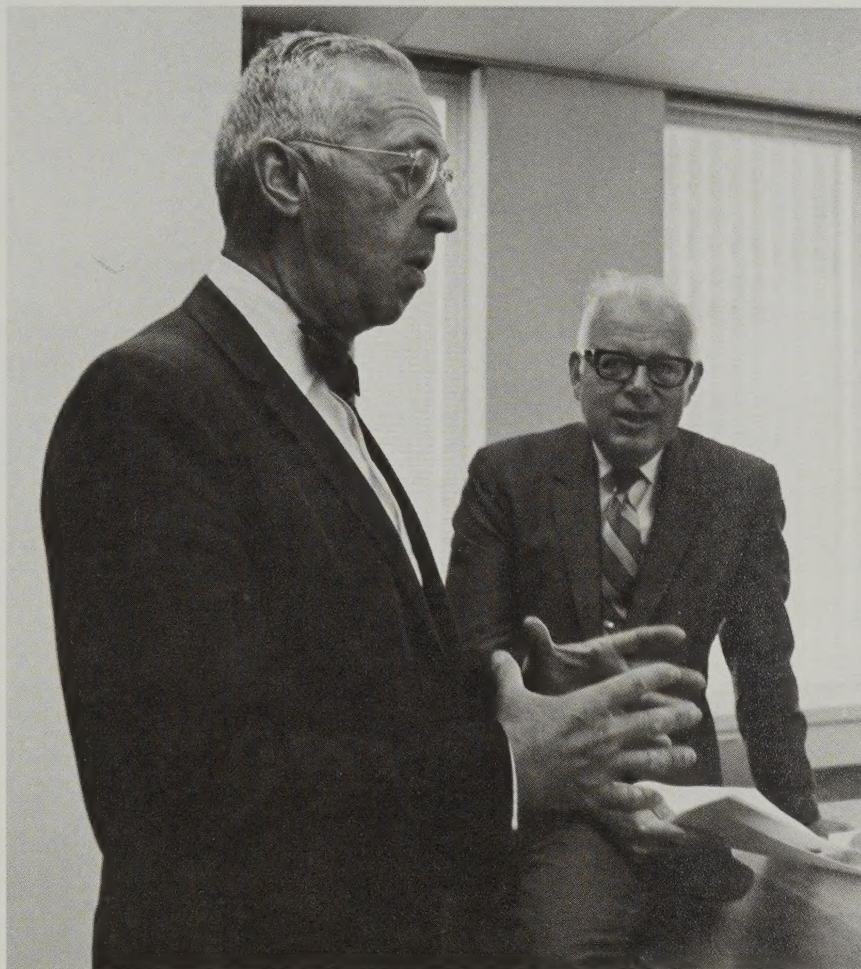
What Is the Business Outlook For 1970 and the Decade?

Although the general outlook for the decade ahead is favorable, it

is not without its problems, particularly on a short-term basis. The country will have many of the same economic problems in 1970 that confronted it in 1969—inflation, tax burdens, heavy commitments to defense. Other areas of the world will face similar problems. These will certainly continue to be an important fact of business life in the months ahead and will affect our operations. On balance, however, we expect these will have no greater impact on us than in 1969. We look for most of our operations in 1970 to outperform 1969.

Solving Problems Of the Seventies

On a longer term basis, the world enters the Seventies with many of the same vexing problems we faced in 1960. Many affect our Company directly—how to provide health care at a reasonable cost, the control of environmental pollution, filling the rising expectations of people everywhere. These are our concerns as a corporation and as individuals. And while we may see temporary delays, we have no doubt that the Seventies will see major efforts to solve these problems. With the continued support of our shareholders and employees, Sybron will be there to help.



For the Board of Directors

J. Ritter Shumway
Chairman and Chief Executive

W.G. vonBerg
President

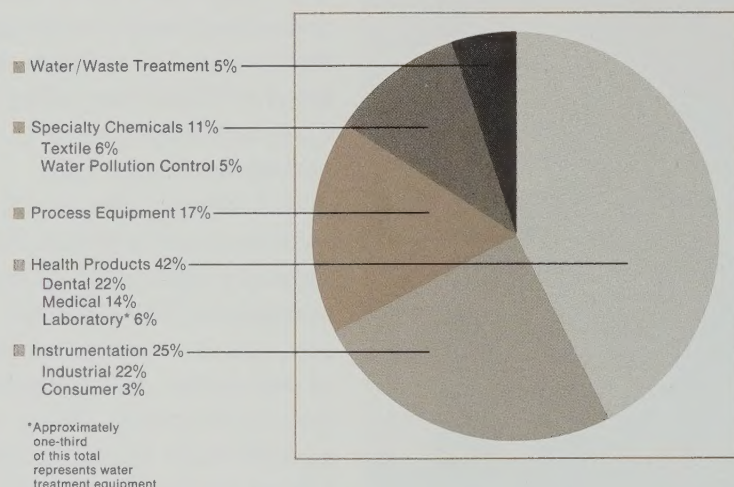
Operating Review of the Year

The year 1969 was a landmark one for Sybron Corporation. It marked the end of a decade during which the Company grew from a relatively narrow product-market base to become a major, diversified organization serving specialized growth markets.

Long-Range Goals Are Close to Realization

Several corporate goals established following the 1965 merger of Ritter and Pfaudler Permutit, which formed the present company, have guided this growth. Today, these goals are close to realization. Through internal development and acquisition, we have diversified

Sales (By Product Area)



from three to five product areas. We have rebuilt or enlarged much of our physical plant. Our management team has grown. Our overseas commitment has been strengthened.

Sybron's 1969 records in sales, earnings and incoming orders all testify to the success already achieved through these growth programs. Continuing emphasis during the year on diversification, research and development, capital expansion and management development accelerated our progress.

Acquisitions Strengthen Our Position in Existing Markets

Companies with combined annual sales totaling approximately \$9 million joined the corporation in 1969. These small but highly successful firms enable Sybron to improve distribution systems, complement existing product lines and/or enter new segments of our major markets.

In our efforts to expand and strengthen our overseas operations, we acquired three firms in Europe. In March we added Karl Baisch K.G., Beutelsbach, Germany, a manufacturer of steel cabinets and accessories for dental and medical offices and hospitals. The addition of Baisch broadened our line of health products in Europe and enabled us to enter a new market area.

Chemicals Manufacturer Added in Europe

In April we acquired Resindion S.p.A., Milan, Italy, which manufactures ion exchange resins and specialty chemicals

used for water treatment applications and as process aids in the production of chemicals, textiles, paper and drugs. We are now able to compete more effectively in Europe, where the demand for specialty chemicals has grown substantially in recent years. The marketing and technical capabilities of Resindion also provide us with a sound base in Europe for future growth of our chemical operations.

In December we added S. I. Carbrain S.p.A., also of Milan, a longtime marketing representative in Italy for our worldwide Pfaudler operations. The company also sells vacuum castings, chlorinated solvents and mixing and metering pumps for other manufacturers. The acquisition of Carbrain gives

William G. vonBerg

Executive Vice President

Mr. vonBerg was elected executive vice president of Sybron effective January 1, 1970. He began his 17-year career with the Company as assistant to the controller of The Pfaudler Co. He was named controller of Pfaudler Permutit Inc. in 1957 and a vice president in 1962. He was named vice president-finance when Ritter Pfaudler was formed in 1965.

A black and white photograph of a man in a dark suit, white shirt, and dark tie. He is wearing glasses and has his hands clasped in front of him. He is looking down and to the right. The background is dark and out of focus.

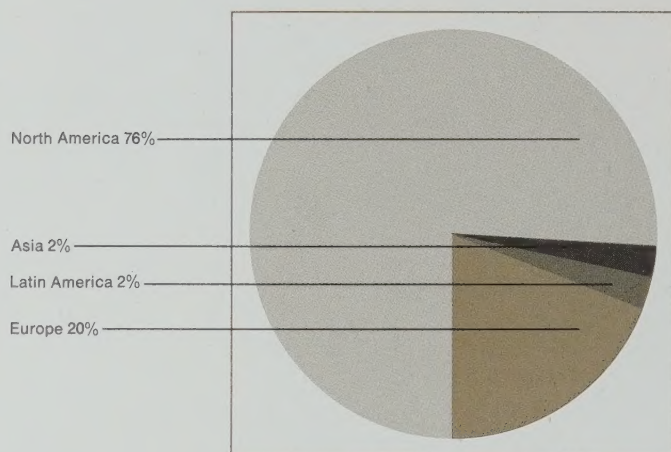
The world is troubled with many social and environmental problems—pollution, hunger, illness, poverty. These problems will reach crisis proportions in the Seventies and tax our abilities to find solutions. It's a source of personal satisfaction to me that the markets we have chosen to serve respond to these areas of human concern, and that the products of our divisions contribute to an improved quality of life the world over.

us stronger control in the marketing of process equipment in Europe and will enable Sybron to participate more fully in the growth of the process industries market.

New Division Serves The Laboratory Market

In the laboratory market, where we have made a number of acquisitions in recent years, we added Erie Scientific Corporation of Buffalo, New York. Erie makes microscope slides and cover glasses for laboratory use as well as flat glass items for the electronics and photographic industries. The company extends our

Sales (By Market Area)



participation in the laboratory and health markets.

Analytical Instrument Company Added

To enhance the technical capability and product lines of our instrument group, we acquired the assets of the Industrionics Division of Avionics Products Engineering Corporation, Succasunna, New Jersey. The unit has been renamed Taylor Instrument Industrionics and is being operated as a part of Taylor Instrument Process Control Division. Industrionics' principal product is a solid-state analytical instrument for measuring the thickness of materials. The instrument is used in the paper and textile coating, plastics extrusion, rubber products and film industries.

Taylor's product line includes an infrared moisture gage for the paper and plastics industries. Although the units may be used separately, Taylor anticipates that they will often be sold together as an instrumentation system.

We Extend Our Line Of Specialty Chemicals

Early in 1970, Sybron acquired George N. Brunt Associates, Inc., Calhoun, Georgia, a manufacturer of specialty chemicals for the tufted carpet and textile industries. Brunt, which will operate as part of our Tanatex subsidiary, extends our textile treatment capabilities into the rapidly growing tufted carpet industry where volume is expected to double by 1973. It also gives

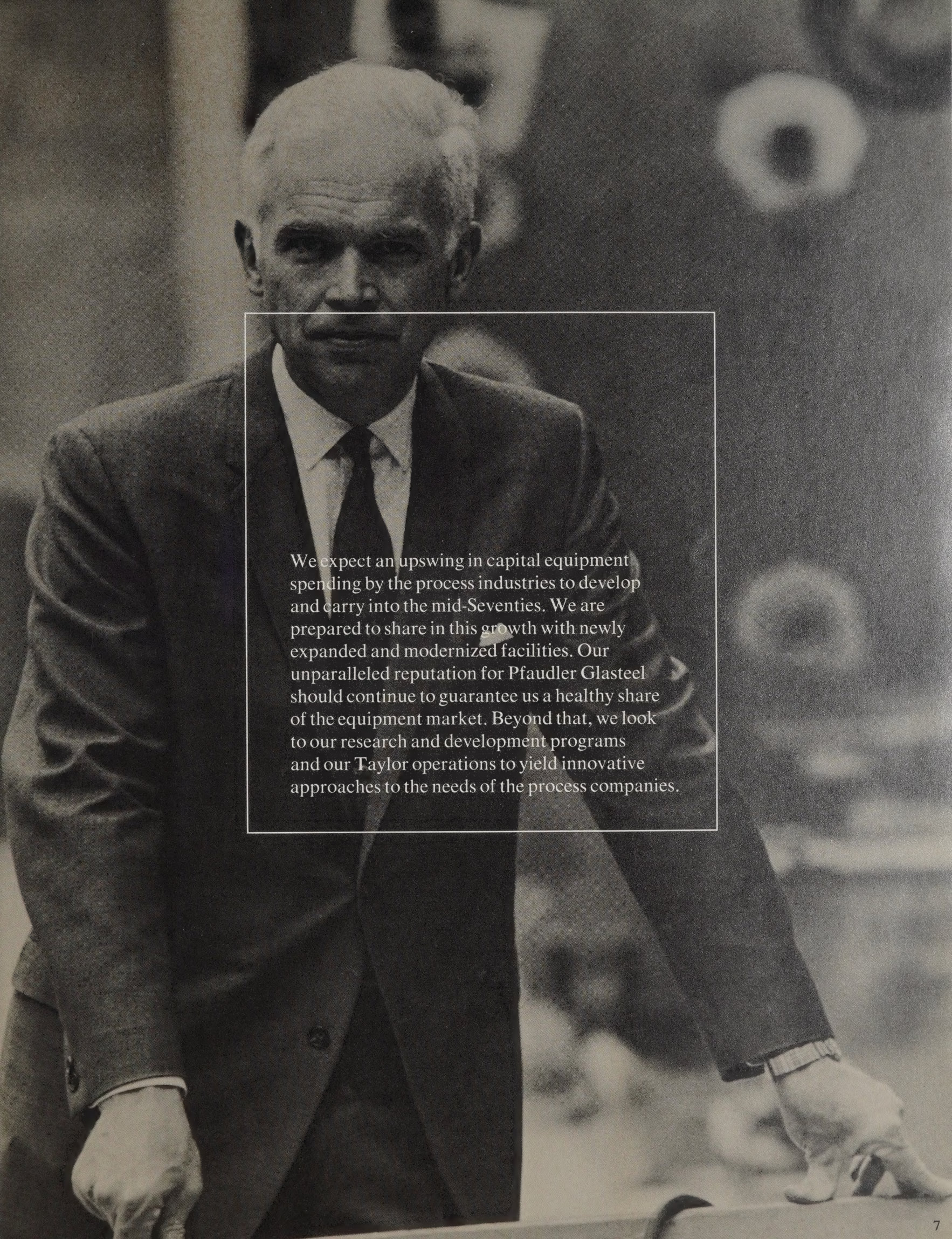
us an additional textile manufacturing and marketing base in the southern part of the country.

R & D Budget to Increase By 17 Per Cent in 1970

The success of our merger and acquisition efforts over the past several years has enabled us to place increasingly greater emphasis on internal growth programs. In 1969 the Company spent more than \$9 million on research and development. While the majority of these funds have been directed to improvement of existing products, greater priority is being given to new product development. A significant increase in research and development funds is budgeted for 1970 with total expenditures more than 17 per cent higher than in 1969.

P. Stanley Collier, Jr.
Group Vice President-
Process Equipment

Prior to being named to his present position in 1965, Mr. Collier was chairman and chief executive officer of Henry Balfour and Company Limited, a subsidiary in Scotland. He began his Balfour association in 1962 after four years as assistant to the president of Pfaunder Permutit Inc.



We expect an upswing in capital equipment spending by the process industries to develop and carry into the mid-Seventies. We are prepared to share in this growth with newly expanded and modernized facilities. Our unparalleled reputation for Pfaudler Glasteel should continue to guarantee us a healthy share of the equipment market. Beyond that, we look to our research and development programs and our Taylor operations to yield innovative approaches to the needs of the process companies.

Emphasis Continues On New Dental Products

An excellent example of the results of our emphasis on product development can be found at our Ritter division. In 1968 the division introduced more products than in all of the prior five years combined; the division bettered that record in 1969. New or improved equipment for 1969 included the Vega "H" chair which offers an important new concept in patient positioning; the Pedo chair designed for the specialist in children's dentistry; the RitterClave, a large-capacity autoclave for dental and medical applications; the Satellite, a

dental instrument center which can be stored under the treatment room cabinetry counter; and the Saturn "R" dental operator unit.

Castle Division Adds Specialty Surgical Light

Castle, which reported excellent market reception of the Daystar major surgical light introduced in 1968, added a supplementary light called Orbiter to meet the needs of dual-site surgery. Our Hard division introduced a complete range of patient room furniture featuring wood components, and a new line of beds for the nursing home market.

Castle Automated Systems broadened its market potential with the expansion of the Cyberail product line to a family of materials-handling systems that meet the varying needs of small to large hospitals. In 1969 the division won its first contract in the United States—a Cyberail installation at the new \$30 million medical center for the University of Connecticut. Cyberail was also selected for the new ten-story \$56 million addition to the University of Rochester's Strong Memorial Hospital. In addition, in 1969 Castle Automated was involved in 14 paid materials-management studies to determine the need for automated materials handling for proposed new hospitals.

Our divisions serving the laboratory market added a number of new products. Thermolyne entered a new segment of the market with the introduction of a dri-bath

incubator for blood banks. Of special corporate interest was Nalge's introduction of a vacuum desiccator with a plate made of Nucerite[®], a ceramic-metal developed by Pfaudler and used primarily in the fabrication of process equipment. Barnstead introduced two important new products—a modular industrial water still and equipment to provide ultrapure water for use by the electronics industry.

New Chemicals Introduced For Several Markets

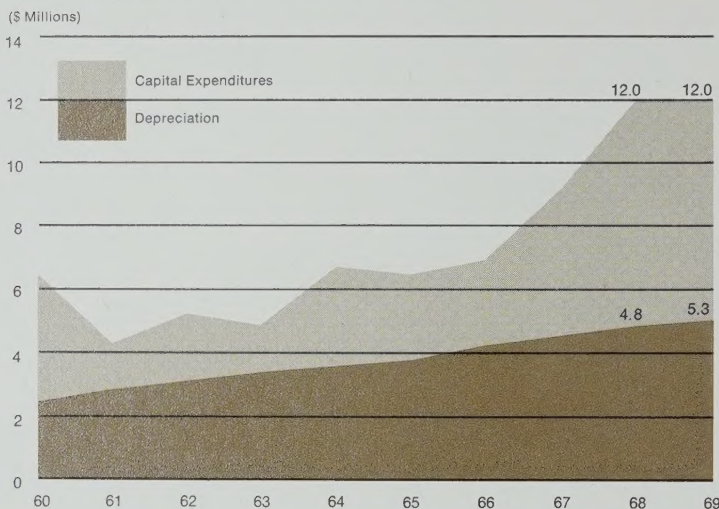
Operations serving the specialty chemicals market continued to develop new types of chemicals. Ionac produced some 30 new chemicals in 1969 including boiler scale preventatives, dye additive receptives for textile fibers, and polymers for the

John C. Gabel

Group Vice President-
Scientific Products

Mr. Gabel started his 20-year career with the corporation in 1950 as a member of the sales group at Castle Company. He was sales manager from 1957 to 1963, when he was named vice president-marketing. He assumed his present position in 1966.

Capital Expenditures and Depreciation





Pressure for medical care programs will almost certainly mean broader health insurance programs to cover more people. But the delivery of health services will be hampered by a continuing shortage of qualified professionals. More instrumentation and automation will have to be employed and new types of service, diagnosis and therapy devised. We expect to lead in an effective response to these new market needs.

manufacture of plastic bottles and office copier papers. Added to Tanatex's product line were over two dozen chemicals for use in dyeing the latest synthetic fibers for such end products as carpets, fabrics and hosiery.

Our instrument companies were also active in new product development during the year. Taylor Instrument Consumer Products Division continued to enhance its consumer line with new styles in desk and wall barometers. In the medical field, Taylor expanded its aneroid sphygmomanometer line with a wall-mounted unit for use in hospital emergency, recovery and intensive care facilities as well as in physicians' offices.



New water research center in Princeton, New Jersey.

Taylor Completes New Instrument Series

By year-end, our worldwide Taylor operations serving the process industries had realized substantial volume growth in the new 300T series of pressure transmitters. The line was inaugurated late in 1968 with the introduction of the differential pressure transmitter, considered one of the finest instruments ever developed by Taylor.

Added to the series in 1969 were transmitters for liquid level, gage pressure and absolute pressure—all important variables in the processing of chemicals, foods, petroleum and other products.

Over \$1 million and nearly three years of development went into the new series, which replaces an older line.

Taylor Instrument of Ohio also reported excellent volume growth in press valves for the rubber industry.

Major Building Projects Completed in 1969

Another major goal set by the company five years ago was the improvement of manufacturing facilities in order to increase efficiency and profitability and to provide for the future growth of our business in the Seventies. In 1966 the Company began a five-year capital expansion program which ultimately will represent a total investment of more than \$50 million.

Many major capital expansion projects have now been completed. The year 1969 saw our Kerr division move into a new \$2.5 million plant near Detroit, Michigan. The 200,000-

square-foot facility houses expanded research, office headquarters and manufacturing operations. Also during the year, our Permutit division opened a new \$1 million water and waste treatment research center in Princeton, New Jersey.

Chemical Divisions Expand Facilities

Several of our chemical operations improved facilities in 1969. Ionac Chemical added a new manufacturing area for the production of organic intermediates. A chemical manufacturing operation was started in South Carolina to help Tanatex better serve local textile

Elwood W. Geisinger

Vice President-International

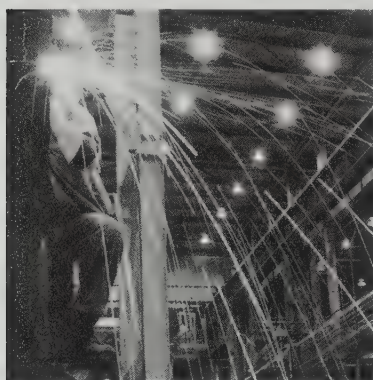
Before being appointed to his present position in 1969, Mr. Geisinger served six years as manager of the European Area. He has been with the corporation since 1950, when he joined The Pfaudler Co. In 1951 he was appointed managing director of Pfaudler-Werke A.G., a subsidiary in Germany. He was elected a vice president of the corporation in 1965.



The United States has been the undisputed world leader in industrial output. But now, having built firm economic bases through twenty five years of relative peace, other nations are rushing to close the gap. The potential for industry in these countries is enormous. Our overseas operations posted exceptional gains during the Sixties and we expect this growth to accelerate in the decade ahead.

markets. Nearing completion at the Tanatex headquarters in Lyndhurst, New Jersey, is a 16,000-square-foot laboratory.

An important part of our capital spending program has been the modernization and expansion of our Pfaudler division's plant in Rochester, New York. In 1969 the division completed a major plant expansion which increased its production capacity for large-size glassed-steel vessels by 25 per cent. Also in 1969, Pfaudler started work on renovation and expansion projects valued at \$3 million,



New glassed-steel manufacturing area completed by Pfaudler division.

including a 17,000-square-foot office addition.

Many of our overseas units made capital improvements during the year. Taylor France moved into a new 15,000-square-foot plant; Ritter A.G. in Germany added office space; and Taylor Europe established a small manufacturing operation in Scotland. Pfaudler-Werke in Germany initiated plans for manufacturing expansion projects to be carried out in 1970. In Mexico, Pfaudler Permutit started construction of a glassed-steel manufacturing plant, the first such glassed-steel operation in Latin America. Completion is scheduled for early 1970.

Management Teams Strengthened in 1969

Also important in the long-range plans of the Company has been the building of the management depth necessary to sustain our growth. Since 1965 we have materially strengthened our management teams. In 1969 alone, 51 of our top managers—at both the corporate and divisional levels—were promoted into their present positions. Also during 1969, our policy of interdivisional transfers and promotions brought career advancement for 55 persons.

Of special importance in the management of Sybron during 1969 was the election of William G. vonBerg as executive vice president. Mr. vonBerg, who has served as vice president-finance since 1965, fills the vacancy created by the death of John H. Castle, Jr., in October, 1968.

Also significant was the election in April of Stephen R. Hardis to treasurer of the Company. He is responsible for corporate planning as well as the treasurer's office.

Honorary Chairman Dies

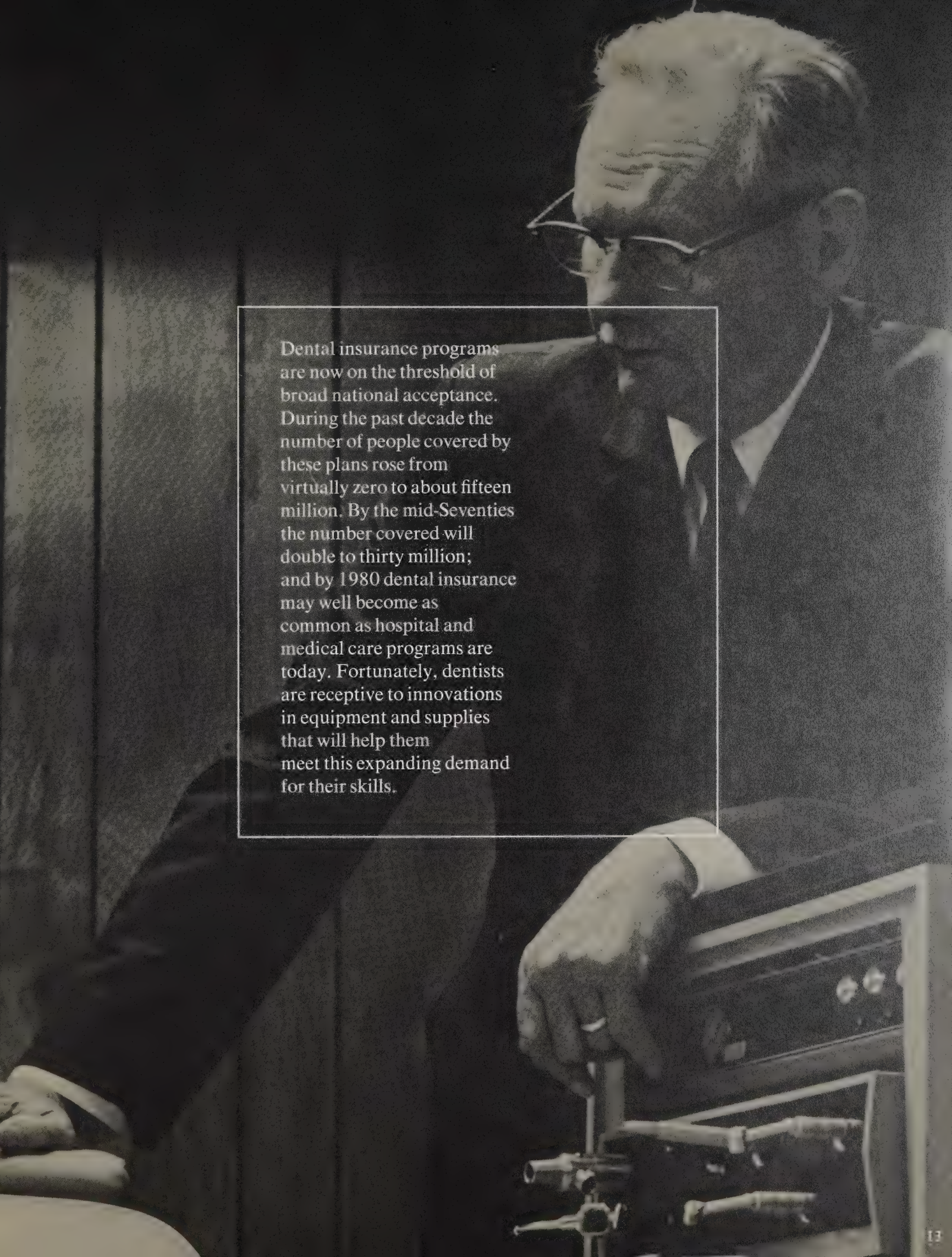
It is with deep regret that we note the passing of Mrs. Adelina Ritter Shumway, honorary chairman of the board of directors, on May 4, 1969. She was president of Ritter from 1919 to 1926, when she was elected chairman. She was named honorary chairman upon her retirement in 1953, retaining that position when Ritter Pfaudler was formed.

Retiring after more than 23 years of service as a director was Bernard E. Finucane. He was named an honorary member of the board.

Robert M. Kerr, Jr.

Group Vice President-
Professional Products

Mr. Kerr was appointed a group vice president in 1966 following a 36-year career with Kerr Manufacturing Company. He held positions in research and sales at Kerr before being named vice president and treasurer in 1940. In 1946, he was named president. He became chairman of Kerr in 1960.



Dental insurance programs are now on the threshold of broad national acceptance. During the past decade the number of people covered by these plans rose from virtually zero to about fifteen million. By the mid-Seventies the number covered will double to thirty million; and by 1980 dental insurance may well become as common as hospital and medical care programs are today. Fortunately, dentists are receptive to innovations in equipment and supplies that will help them meet this expanding demand for their skills.

Financial Review of the Year

In 1969 Sybron Corporation set records in sales, earnings and orders.

Earnings

Net income amounted to \$16,735,000 in 1969, up 12.2 per cent over the \$14,920,000 for 1968. On a per share basis, earnings amounted to \$1.50 in 1969 as compared to \$1.35 in 1968.

For comparative purposes, results of operations for 1968 have been restated to include the operations of Erie Scientific Corporation, Buffalo, New York, acquired in 1969 on a "pooling of interests" basis.

Earnings per share are based on 11,177,506 average shares outstanding during 1969 compared to 11,041,478 average shares outstanding during 1968. Total average number of shares include the average number of common shares that would be outstanding if the convertible preferred stock issued and outstanding were converted into common shares in accordance with the consideration of the preferred stock as a common stock equivalent.

Sales

Consolidated net sales in 1969 were \$299,757,000, up from \$267,523,000 in 1968, a 12.0 per cent increase. Shipments by United States units were \$230,844,000 in 1969 compared to \$208,925,000 in 1968 while

sales by units outside the United States were \$68,913,000 in 1969 compared to \$58,598,000 in 1968.

Shinko-Pfaudler Ltd., a 45% owned company in Kobe, Japan, and 50% owned companies operating outside the United States had total annual sales of approximately \$38,000,000 compared to \$31,000,000 in the preceding year, which amounts are not included in the consolidated net sales above.

Orders

Incoming orders in 1969 were \$319,669,000 compared to \$270,958,000 in 1968, an increase of 18.0 per cent. The backlog of unfilled orders at the end of 1969 totaled \$80,187,000, up from \$62,208,000 at year end 1968.

Financial Position

Working capital at the end of 1969 was \$98,477,000 compared to \$74,478,000 at the end of 1968, and the ratio of current assets to current liabilities increased from 2.0 to 1 at the end of 1968 to 2.3 to 1 at the end of 1969. This increase is due in part to the issuance by the Company during 1969 of \$23,450,000 of 7½% debentures due in 1994, and the reduction in short-term borrowings with the proceeds.

The 7½% debentures were sold by a nationwide investment banking group at 98.50% to yield 7.64% to maturity. An amount equal to \$1,550,000 of the \$25,000,000 issue was received in January 1970 under the terms of a late delivery agreement. Sinking fund payments of \$1,250,000 annually are required in each year from 1977 to 1993, with the balance outstanding due in 1994; optional non-cumulative payments of up to \$1,250,000

annually may also be made to the sinking fund in each of the above years. The bonds are redeemable in whole or in part at prices ranging from 105.70% in 1970 to 100% beginning in 1989 except that redemption resulting from a refunding operation at a yield of less than 7.64% may only be undertaken after April 15, 1979.

Total shareholders' equity at December 31, 1969 amounted to \$133,571,000 as compared to \$124,159,000 at December 31, 1968. This represents a book value per common share of \$11.55 at the end of 1969 as compared to \$10.60 at the end of 1968.

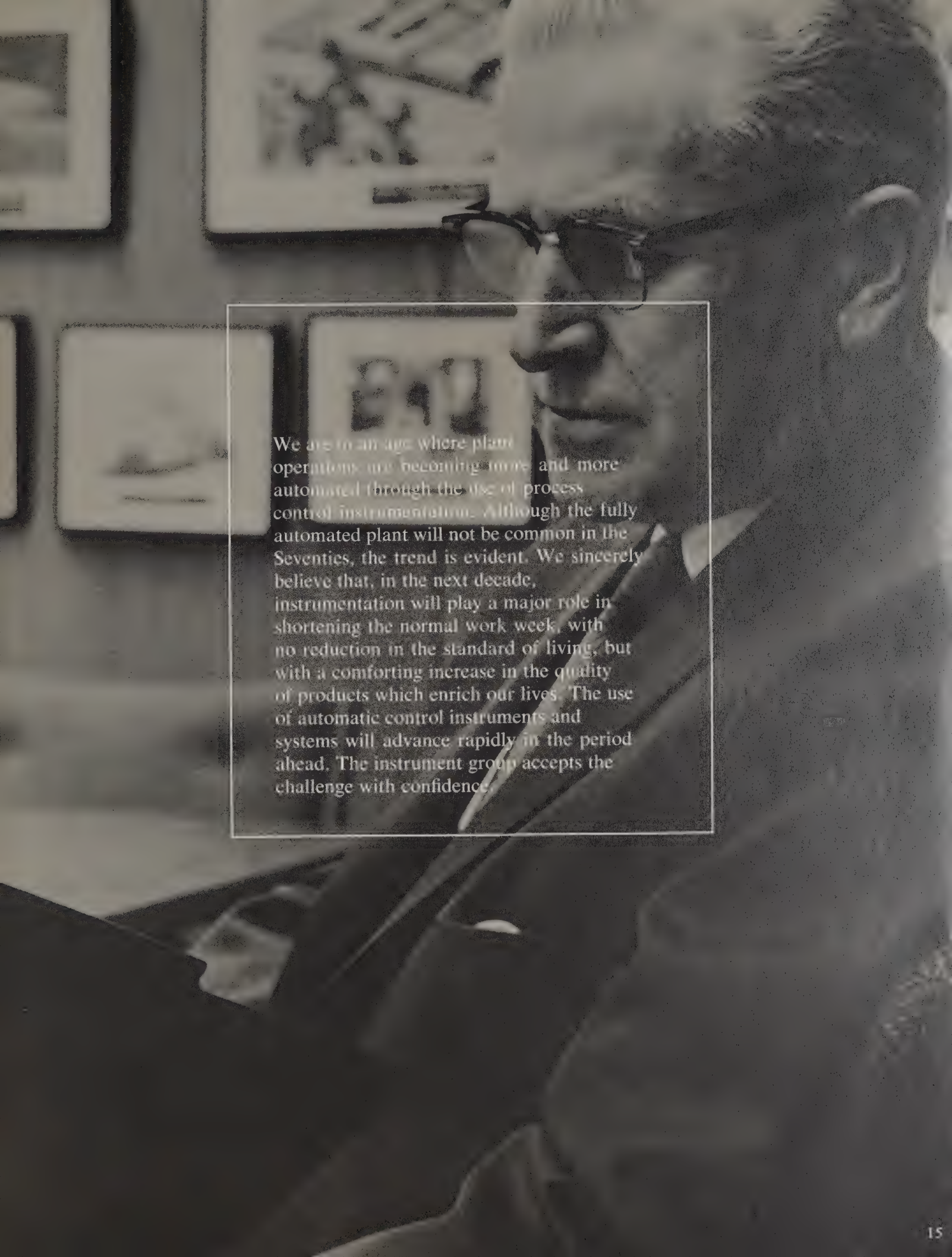
During 1969 an additional \$662,000 of the convertible subordinated debentures due in 1980 and 1987 were converted into stock and a total of 12,497 common shares and 7,053 preferred shares were issued in connection with such conversions. Because of conversions, all sinking fund requirements have been fulfilled on the debentures due in 1980 and the sinking fund provisions under the 1987 debentures have been fulfilled through 1980 and in part for 1981.

Total proceeds of \$453,000 were received from the exercise of employee stock options and 20,021 common shares and

Marc E. Porter

Group Vice President-Instrument

Mr. Porter was appointed a Sybron group vice president in 1968. He started his long career with the Taylor Instrument organization in 1934. He held increasingly important assignments, including controller, treasurer and executive vice president, before being named president in 1965.



We are in an age where plant operations are becoming more and more automated through the use of process control instrumentation. Although the fully automated plant will not be common in the Seventies, the trend is evident. We sincerely believe that, in the next decade, instrumentation will play a major role in shortening the normal work week, with no reduction in the standard of living, but with a comforting increase in the quality of products which enrich our lives. The use of automatic control instruments and systems will advance rapidly in the period ahead. The instrument group accepts the challenge with confidence.

4,517 preferred shares were issued with respect thereto.

Dividends

Regular quarterly dividends of 60¢ per share were paid on the preferred stock issued in connection with the merger with Taylor Instrument Companies in the latter part of 1968. These dividends totaled \$2,851,000 in 1969. Quarterly dividends of 15¢ per share were paid on the common stock in 1969 and totaled \$5,544,000.

Acquisitions

During 1969 the Company acquired Erie Scientific Corporation in Buffalo, New York for 80,000 shares of common stock. In addition, other companies were acquired in 1969 for cash and their operations are included in the financial results from the dates of

their acquisition. They included Karl Baisch K.G., Beutelsbach, Germany; Resindion S.p.A., Milan, Italy; S. I. Carbrain S.p.A., Milan, Italy; Industrionics Division of Avionics Products Engineering Corporation, Succasunna, New Jersey; Paterson & Paterson, Inc., Montreal, Canada. When considered on a full annual basis, companies acquired in 1969 had sales of approximately \$9 million.

The Company also increased its ownership in Shinko-Pfudler Company, Ltd., Kobe, Japan from 37 per cent to 45 per cent in 1969.

Shinko-Pfudler's net income for its fiscal year ended March 31, 1969 totaled \$2,260,000 and on the 37 per cent portion owned at that time the net income attributable to Sybron was

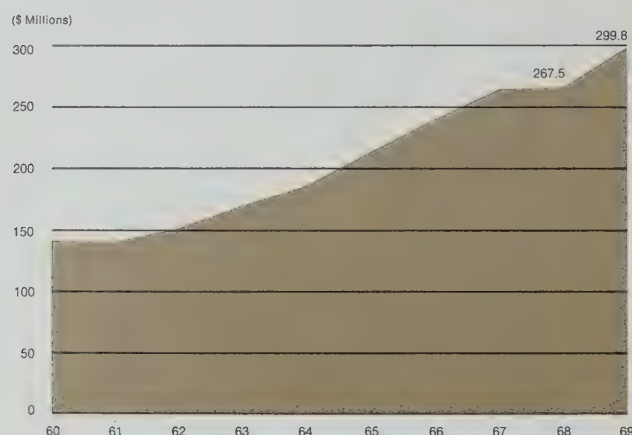
\$836,000 which is not included in the Statement of Income. Dividends from these earnings were received in the amount of \$93,000 in 1969 and included in Sybron's net income. In addition, \$823,000 of license fees were received from Shinko-Pfudler in 1969. At December 31, 1969, Sybron's investment in Shinko-Pfudler was carried in the "Statement of Financial Position" at \$1,327,000.

Robert VanInderstine

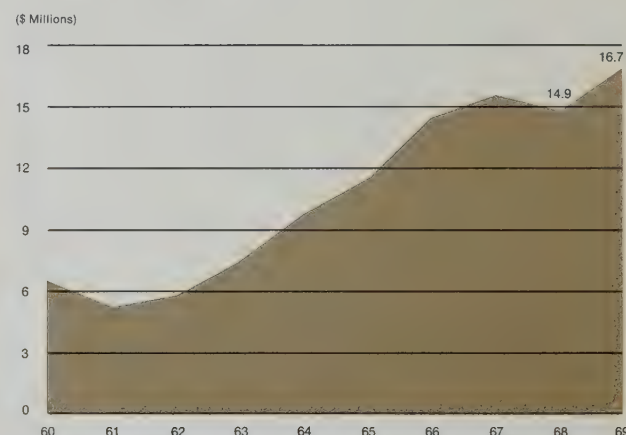
Group Vice President-Chemicals

Mr. VanInderstine has nearly thirty years of service with the Company, having joined the sales department at The Pfudler Co. in 1941. In 1960, following management level assignments at Pfudler and The Permutit Company, he was named general manager of Ionac Chemical Company. He became president of Ionac in 1965. Two years later, he was appointed a Sybron group vice president.

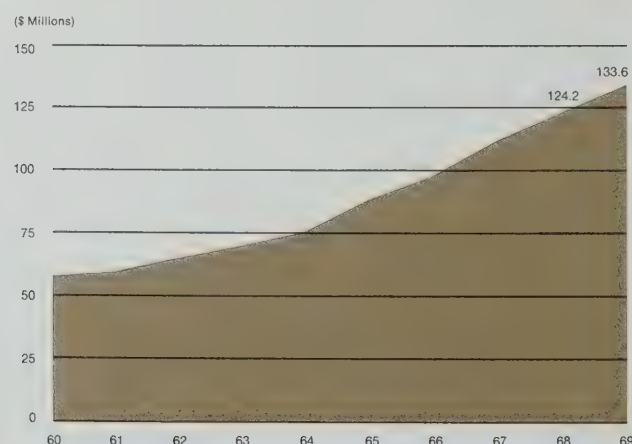
Net Sales



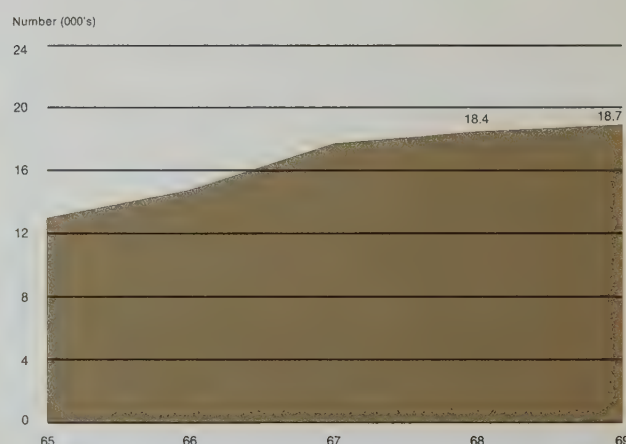
Net Earnings



Shareholders' Equity



Shareholders





Our hope is that by the end of the Seventies Sybron will be the world's leading supplier of specialty chemicals for textile, marine and pollution control applications and for industrial use. We have already made great progress toward achieving this goal. Sales of our specialty chemicals have increased six-fold since 1965 to the \$32 million level. And approximately one-third of this total is from overseas operations where our growth opportunities are many.

Statement of Income

Sybron Corporation and Subsidiaries

	Year Ended December 31,	1969	1968
Sales and other revenue:			
Net sales		\$299,757,000	\$267,523,000
Interest and finance charges		1,206,000	1,232,000
Dividends, fees and income from associated corporations		1,423,000	1,509,000
Miscellaneous income (net)		1,184,000	1,258,000
Total Revenues		<u>303,570,000</u>	<u>271,522,000</u>
Costs and expenses (including depreciation 1969—\$5,253,000; 1968—\$4,781,000):			
Cost of goods sold		184,597,000	165,722,000
Selling, administrative, research and development expenses		80,331,000	71,999,000
Interest expense		5,282,000	2,805,000
Net income applicable to Taylor stock purchased by the Company and accounted for as a purchase		—	819,000
Total Costs and Expenses		<u>270,210,000</u>	<u>241,345,000</u>
Income before taxes		33,360,000	30,177,000
Federal, state and foreign taxes on income		<u>16,625,000</u>	<u>15,257,000</u>
Net income		<u>\$ 16,735,000</u>	<u>\$ 14,920,000</u>
Net income per share (see Note)		<u>\$1.50</u>	<u>\$1.35</u>

Note: Based on average shares determined as the sum of (1) the average common shares outstanding and (2) the average number of common shares that would be outstanding if the convertible preferred stock issued and outstanding were converted into common shares at the conversion rate of 1.6 common shares for each preferred share in accordance with the consideration of the preferred stock as a common stock equivalent.

(See notes to financial statements)

Statement of Financial Position

Sybron Corporation and Subsidiaries

Assets	December 31,	1969	1968
Current assets:			
Cash		\$ 11,639,000	\$ 11,013,000
Marketable securities, at cost (approximates market)		221,000	564,000
Accounts, notes and installment receivables net of deferred income and allowance for doubtful accounts		70,313,000	57,283,000
Inventories		89,155,000	77,199,000
Prepaid expenses		3,435,000	1,401,000
Total Current Assets		174,763,000	147,460,000
Investments and other non-current assets:			
Investments in associated corporations		2,800,000	2,043,000
Cost in excess of underlying net asset value of acquired companies		31,032,000	27,306,000
Other non-current assets		2,195,000	1,580,000
Property, plant and equipment, at cost, less allowance for depreciation 1969—\$51,639,000; 1968—\$46,890,000		59,427,000	51,674,000
Total Assets		\$270,217,000	\$230,063,000
Liabilities and Shareholders' Equity			
Current liabilities:			
Short-term debt		\$ 23,200,000	\$ 34,940,000
Long-term debt due within one year		3,328,000	789,000
Accounts payable		14,736,000	12,245,000
Preferred stock dividend payable		715,000	708,000
Accrued expenses		17,341,000	12,569,000
Customer advances		5,449,000	3,431,000
Estimated taxes on income		11,517,000	8,300,000
Total Current Liabilities		76,286,000	72,982,000
Long-term debt		54,415,000	27,736,000
Other non-current liabilities		5,945,000	5,186,000
Total Liabilities		136,646,000	105,904,000
Shareholders' equity:			
Preferred stock, \$4.00 par value—authorized 1,835,754 shares, outstanding 1969—1,192,310 shares; 1968—1,180,764 shares (involuntary liquidation value 1969—\$26,231,000; 1968—\$25,977,000)		4,769,000	4,723,000
Common stock, \$2.50 par value—authorized 20,000,000 shares, outstanding 1969—9,295,256 shares; 1968—9,262,700 shares		23,238,000	23,157,000
Additional paid-in capital		10,901,000	9,924,000
Retained earnings		94,663,000	86,355,000
Total Shareholders' Equity		133,571,000	124,159,000
Total Liabilities and Shareholders' Equity		\$270,217,000	\$230,063,000

(See notes to financial statements)

Statement of Retained Earnings

Sybron Corporation and Subsidiaries

Year Ended December 31,	1969	1968
Balance at beginning of year:		
As previously reported		\$77,727,000
Retained earnings of Erie Scientific on a "pooling of interests" basis		<u>470,000</u>
Adjusted balance, beginning of year	\$ 86,355,000	78,197,000
Net income for the year	<u>16,735,000</u>	<u>14,920,000</u>
	<u>103,090,000</u>	<u>93,117,000</u>
Dividends paid by:		
Sybron Corporation:		
Preferred stock	2,851,000	708,000
Common stock	5,544,000	5,347,000
Companies acquired prior to acquisition	<u>32,000</u>	<u>707,000</u>
Total	<u>8,427,000</u>	<u>6,762,000</u>
Balance at end of year	<u>\$ 94,663,000</u>	<u>\$86,355,000</u>

(See notes to financial statements)

Statement of Changes in Additional Paid-in Capital

Sybron Corporation and Subsidiaries

	Year Ended December 31,	1969	1968
Balance at beginning of year:			
As previously reported			\$ 6,709,000
Adjustments relative to Erie Scientific on a "pooling of interests" basis			(235,000)
Adjusted balance, beginning of year	\$ 9,924,000		6,474,000
Excess of proceeds over par value of common and preferred shares issued under stock options	385,000		511,000
Excess of principal amount of debentures over the par value of shares issued in conversion	592,000		2,939,000
Balance at end of year	\$ 10,901,000	\$ 9,924,000	

(See notes to financial statements)

Statement of Source and Disposition of Funds

Sybron Corporation and Subsidiaries

	Year Ended December 31,	1969	1968
Source of funds:			
Net income		\$16,735,000	\$ 14,920,000
Net income applicable to Taylor stock purchased by the Company and accounted for as a purchase			819,000
Depreciation charged to income		5,253,000	4,781,000
Total from operations		21,988,000	20,520,000
Proceeds from exercise of stock options		453,000	690,000
Increase in non-current liabilities		759,000	685,000
Increase in long-term debt excluding debentures converted into stock		27,341,000	2,378,000
		<u>50,541,000</u>	<u>24,273,000</u>
Disposition of funds:			
Purchase of Taylor common stock			33,096,000
Capital expenditures (net of retirements and including in 1969 capital assets of companies acquired for cash)		13,006,000	10,626,000
Cash dividends paid		8,427,000	6,762,000
Cash dividends paid by Taylor applicable to Taylor stock prior to purchase by the Company			266,000
Increase in investments and other non-current assets and other items		5,109,000	186,000
		<u>26,542,000</u>	<u>50,936,000</u>
Increase (decrease) in working capital		23,999,000	(26,663,000)
Working capital, beginning of year		74,478,000	101,141,000
Working capital, end of year		<u>\$98,477,000</u>	<u>\$ 74,478,000</u>
Current ratio		2.3 to 1	2.0 to 1

(See notes to financial statements)

Notes to Financial Statements

Sybron Corporation and Subsidiaries

Consolidation

The financial statements include the accounts of Sybron Corporation and its subsidiaries.

During 1969 the Corporation acquired the net assets of Erie Scientific Corporation and Erie Scientific Sales Company for 80,000 shares of common stock and such acquisition has been accounted for on a "pooling of interests" basis. The financial statements for 1968 have been restated to include Erie Scientific.

During 1969 the Corporation also acquired several companies for cash and the operations of these companies are included in the Statement of Income from their respective dates of acquisition. The excess paid over the underlying net asset value of these companies has been included in the Statement of Financial Position in "Cost in excess of underlying net asset value of acquired companies". Total cost in excess of underlying net asset value of acquired companies is not being amortized because, in the opinion of the Corporation, it has continuing value.

Included in the caption "Investments in associated corporations" in the Statement of Financial Position is the Corporation's 50% ownership in several foreign companies carried at underlying net asset value at December 31, 1969 of \$1,316,000. The Corporation's interest in the net income of these companies is included in the Statement of Income under the caption "Dividends, fees and income from associated corporations".

Financial statements of subsidiaries operating outside the United States have been converted to U.S. dollars at appropriate rates of exchange. Intercompany balances, sales and profits have been eliminated in the consolidated financial statements. Consolidated net income for 1969 and 1968 includes \$5,553,000 and \$5,272,000, respectively, applicable to operations outside the United States of subsidiaries and 50% owned affiliates. The Statement of Financial Position includes the following net assets of subsidiaries and 50% owned affiliates located outside the United States:

	1969	1968
Net current assets	\$21,391,000	\$19,240,000
Properties (net) and other non-current assets	25,170,000	19,673,000
	<u>46,561,000</u>	<u>38,913,000</u>
Less—Long-term debt and other non-current liabilities	6,894,000	4,975,000
Net Assets	<u>\$39,667,000</u>	<u>\$33,938,000</u>

The 1969 revaluation of the German deutschmark and the devaluation of the French franc resulted in a net credit to income of \$467,000, which is included in the Statement of Income.

Accounts, Notes and Installment Receivables

Total receivables including amounts due after one year of \$7,468,000 and \$5,785,000 at December 31, 1969 and 1968, respectively, consisted of:

	1969	1968
Accounts receivable	\$62,906,000	\$50,838,000
Notes receivable and installment contracts	11,173,000	9,596,000
	<u>74,079,000</u>	<u>60,434,000</u>
Less—Deferred income on installment contracts and other receivables	2,529,000	2,091,000
Allowance for doubtful accounts	1,237,000	1,060,000
Total	<u>\$70,313,000</u>	<u>\$57,283,000</u>

Inventories

Inventories are valued generally at cost (standard costs approximating actual, first-in, first-out, and at one division on a last-in, first-out basis) and are not in excess of market. Major classifications of inventory are as follows:

	1969	1968
Raw materials and supplies	\$23,141,000	\$21,106,000
Work in process including finished and semi-finished parts	48,021,000	39,536,000
Finished products	17,993,000	16,557,000
Total	<u>\$89,155,000</u>	<u>\$77,199,000</u>

Property, Plant and Equipment

The major classifications of property, plant and equipment are as follows:

	1969	1968
Land and land improvements	\$ 4,465,000	\$ 4,015,000
Building and building improvements	40,377,000	33,862,000
Machinery and equipment	62,736,000	55,598,000
Construction in progress	3,488,000	5,089,000
	<u>111,066,000</u>	<u>98,564,000</u>
Less—Accumulated depreciation	51,639,000	46,890,000
Total	<u>\$ 59,427,000</u>	<u>\$51,674,000</u>

Depreciation charges to income are computed on a straight-line method in most cases.

Long-Term Debt

The long-term debt of the Corporation and its subsidiaries consisted of:

	1969	1968
Notes payable to banks due 1970-1974	\$15,000,000	\$12,000,000
5¼% notes due 1973, payable in annual installments of \$1,000,000	4,000,000	4,500,000
7½% sinking fund debentures due 1994	23,450,000	
4½% convertible subordinated debentures due 1987, convertible into preferred stock at \$63.00 a share, sinking fund requirements of \$696,000 in 1981 and \$800,000 annually thereafter to 1986	8,884,000	9,330,000
4½% convertible subordinated debentures due 1980, convertible into common stock at \$17.27 a share	678,000	894,000
Other long-term debt	5,731,000	1,801,000
	<u>57,743,000</u>	<u>28,525,000</u>
Less—Payments due within one year classified as current liabilities	3,328,000	789,000
Total	<u>\$54,415,000</u>	<u>\$27,736,000</u>

The notes payable to banks due 1970-1974 are payable in quarterly installments commencing July 1, 1970. On the ten payments maturing on or before October 1, 1972 the rate of interest is 5¾% and the rate of interest on the eight remaining payments is 6%.

In April 1969 the Corporation sold \$25,000,000 of 7½% Sinking Fund Debentures due 1994 to the public through an underwriting syndicate. Under the arrangements made at that time \$1,550,000 of these bonds were sold under delayed delivery arrangements for delivery in January 1970. Sinking fund requirements after considering the issuance of the bonds under delayed delivery are \$1,250,000 annually from 1977 to 1993.

Under certain of the long-term debt agreements there are provisions for restrictions, including restrictions on the payment of cash dividends. At December 31, 1969, under the terms of the most restrictive agreements, \$22,007,000 of retained earnings were available for cash dividends.

Capital Stock

Changes in the number of preferred and common shares outstanding during 1969 and 1968 were as follows:

	1969	1968
Preferred Stock:		
Balance at beginning of year	1,180,764	1,118,988
Shares issued for:		
Stock options	4,517	16,493
Conversion of debentures due 1987	7,053	45,328
Conversion to common stock	(24)	(45)
Balance at end of year	<u>1,192,310</u>	<u>1,180,764</u>
Common Stock:		
As previously reported		9,087,689
Additional shares issued for Erie Scientific on a "pooling of interests" basis		<u>80,000</u>
Adjusted balance, beginning of year	9,262,700	9,167,689
Shares issued for:		
Stock options	20,021	28,948
Conversion of debentures due 1980	12,497	65,991
Conversion of preferred stock	38	72
Balance at end of year	<u>9,295,256</u>	<u>9,262,700</u>

The preferred stock (issued in 1968 in connection with the merger of Taylor Instrument Companies into the Corporation) provides for cumulative dividends at the annual rate of \$2.40 per share payable quarterly on January 1, April 1, July 1 and October 1. Each share of preferred stock is convertible into 1.6 common shares and is redeemable at the option of the Corporation after November 1, 1973 at \$70.00 per share plus accrued dividends. In the case of voluntary liquidation of the Corporation, each holder of preferred stock is entitled to \$70.00 per share, and in the case of involuntary liquidation, to \$22.00 per share.

A Stock Option Plan was approved by the shareholders in April 1966. Under the terms of this plan, options covering 200,000 shares of the common stock of the Corporation may be granted to key employees of the Corporation and

its subsidiaries by the Board of Directors at any time during the five-year period ending April 27, 1971. The term of the options may not exceed five years. Options are exercisable to the extent of one-fourth of the total granted each year beginning one year after the date of grant at option prices not less than 100% of the fair market value on the date of grant. At December 31, 1969 a total of 12,562 unissued common shares were reserved for future grants under this plan.

In addition to the 1966 Stock Option Plan, the Corporation has some remaining outstanding stock option obligations of its predecessor companies, all of which currently are exercisable at prices not less than 100% of fair market value on the dates of grant. The former Taylor stock options are exercisable into preferred stock over a five-to-ten-year period.

A summary of the changes during 1969 in outstanding stock options for preferred and common stock is as follows:

	Preferred Stock	Common Stock
Granted and unissued at beginning of year	38,874	182,624
Granted at \$30.88 to \$34.38 per share		61,310
Cancelled or expired	(877)	(7,050)
Exercised:		
Preferred at \$9.24 to \$45.25 per share	(4,517)	
Common at \$11.13 to \$20.16 per share		(20,021)
Granted and unissued at end of year (Preferred at \$16.17 to \$64.00 per share; Common at \$14.35 to \$37.57 per share)	<u>33,480</u>	<u>216,863</u>

In addition to the preferred and common shares reserved for the above options, there were 141,016 preferred and 39,258 common shares reserved at December 31, 1969 for the conversion of the remaining outstanding 4½% subordinated debentures due 1987 and 1980, respectively. There were also 2,186,889 common shares reserved at December 31, 1969 for the conversion of preferred stock, including conversion of preferred stock reserved for stock options and bond conversions indicated above.

The dilution effect on net income per share assuming full conversion of all debentures and exercise of outstanding stock options would be to decrease net income per share by \$.03 in 1969 and \$.03 in 1968.

Miscellaneous

The Corporation has certain deferred compensation agreements. In connection with these agreements the Corporation has purchased and holds 13,568 shares of its common stock at December 31, 1969 at a cost of \$239,000 which amount is included in "Other non-current assets" in the Statement of Financial Position. The liabilities with respect thereto are included in "Other non-current liabilities".

The Corporation and its subsidiaries have various pension plans covering eligible employees. The past service liabilities of these plans are being charged to income over varying periods not exceeding forty years. The actuarially computed value of vested benefits for certain of the pension plans exceeded the total applicable assets by approximately \$1,900,000. Total pension costs included in charges to income were \$3,291,000 in 1969 compared to \$2,858,000 in 1968.

The Corporation avails itself of accelerated methods of depreciation for income tax purposes. The deferred taxes thus created are charged to income and included in "Other non-current liabilities" in the Statement of Financial Position.

On September 30, 1966 a complaint was filed by the Justice Department alleging that the acquisition of M. F. Patterson Dental Supply Co. by the former Ritter Corporation in April 1965 was in violation of antitrust laws. On November 30, 1966 the Company filed an answer challenging the government's basic legal conclusions. The action was tried in the United States District Court for the Eastern District of Pennsylvania, in Philadelphia, in October 1969. To date, no decision has been rendered in the case.

**To the Shareholders and the
Board of Directors of Sybron Corporation**

In our opinion, the statements appearing on pages 18 through 22 of this report present fairly the financial position of Sybron Corporation and its subsidiaries at December 31, 1969, the results of their operations and the supplementary information on funds for the year, in conformity with generally accepted accounting principles applied on a basis consistent with that of the preceding year. Our examination of these statements was made in accordance with generally accepted auditing standards and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

Price Waterhouse & Co.

February 10, 1970
1200 Midtown Tower
Rochester, New York 14604

Ten-Year Review

Sybron Corporation and Subsidiaries

(In \$000's—see Note 1)

Net Sales

Net Income

Depreciation Charges

Capital Expenditures

Total Cash Dividends Paid

Working Capital

Total Shareholders' Equity

Net Income Per Share (Note 2)

Book Value Per Share of
Common Stock

Average Number of
Shares Outstanding (Note 2)

Note 1: All per share amounts and average number of shares outstanding have been restated to reflect all prior stock splits and stock dividends. Information for the years 1965-1968 has been restated on a comparable basis to 1969. Prior years' information is as reported in 1968.

Note 2: Based on average shares determined as the sum of (1) the average common shares outstanding and (2) the average number of common shares that would be outstanding if the convertible preferred stock issued and outstanding were converted into common shares at the conversion rate of 1.6 common shares for each preferred share in accordance with the consideration of the preferred stock as a common stock equivalent.

1969	1968	1967	1966	1965	1964	1963	1962	1961	1960
\$299,757	\$267,523	\$265,503	\$242,822	\$214,750	\$186,913	\$170,472	\$151,916	\$142,392	\$143,117
16,735	14,920	15,613	14,487	11,697	9,910	7,713	5,857	4,726	6,552
5,253	4,781	4,496	4,206	3,861	3,674	3,370	3,008	2,856	2,428
11,958	12,001	9,205	6,690	6,454	6,516	4,906	5,159	4,247	6,376
8,427	6,762	5,289	4,476	3,923	3,070	2,827	2,697	2,718	2,508
98,477	74,478	101,141	82,109	74,160	69,493	59,816	55,223	51,268	51,574
133,571	124,159	112,076	98,849	86,414	77,757	70,239	63,284	60,083	57,951
1.50	1.35	1.44	1.35	1.10	.95	.77	.62	.50	.71
11.55	10.60	9.54	8.29	7.00	6.15	5.63	5.10	4.78	4.55
1,177,506	11,041,478	10,862,270	10,714,508	10,611,440	10,469,533	9,988,339	9,478,020	9,416,722	9,293,433

General Management Organization

F. Ritter Shumway
Chairman of the Board and
Chief Executive Officer

Raymond E. Olson
Vice Chairman of the Board

Donald A. Gaudion
President

William G. vonBerg
Executive Vice President

Curtis W. Howard
Vice President—
Industrial Relations

James M. Kieffer
Vice President,
Secretary and Counsel

Clifford L. Sherran
Vice President—
Corporate Development

P. Stanley Collier, Jr.
Group Vice President—
Process Equipment

John C. Gabel
Group Vice President—
Scientific Products

Robert M. Kerr, Jr.
Group Vice President—
Professional Products

Marc E. Porter
Group Vice President—
Instrument

Robert VanInderstine
Group Vice President—
Chemicals

Elwood W. Geisinger
Vice President—
International

Lawrence DeVitis
Vice President—
European Area

Graydon C. Essman
Vice President—
Asia Area

Ramon Patuel
Vice President—
Latin American Area

Stephen R. Hardis
Treasurer

Robert H. Stegemann
Controller

John G. Brummer
Assistant Secretary

Theodore B. Roessel
Assistant Secretary

Domestic Operations

Chemicals Group

Gamlen Chemical Company
Werner T. Meyer, President

Gamlen Chemical Company
(Canada) Ltd.
Donald T. Cochrane, Manager

Ionac Chemical Company
James Kester, President

Jersey State Chemical Co.
Sanford Schwartzman, President

The Tanatex Chemical Corporation
Peter J. Scott, President

Instrument Group

Taylor Instrument Process
Control Division
William M. Walters, President

Taylor Instrument Consumer
Products Division
P. Austin Bleyler, President

Taylor Instrument of Ohio
Russell C. Brostedt, President

Taylor Instrument Companies
of Canada Limited
Stanley W. Roe, President

Process Equipment Group

AeroChem Research
Laboratories, Inc.
Dr. Hartwell F. Calcote, President

Erie Scientific Company
H. James Rosenberg, President

Nalge Company
Emanuel Goldberg, President

The Permutit Company
Harley R. Derleth, President

The Pfaudler Co.
Jack M. Hultz, President

Thermolyne Corporation
Paul D. Dale, President

Professional Products Group

Kerr Manufacturing Company
Russell E. Nelson, President

Paterson & Paterson Incorporated
Bernard Macdonald, President

Patterson Dental Co.
Reaves E. Peters, President

Ritter Company
Joseph Stemler, President

Scientific Products Group

Barnstead Company
Walter Kenyon, President

Castle Automated Systems Division
Richard D. Castle, President

Castle Company
William D. McGrath, President

Hard Company
Robert C. Jendron, President

Liebel-Flarsheim Company
John L. Kruetzkamp, President

Overseas Operations

Europe

Karl Baisch K.G.
Karl Baisch, General Manager

Henry Balfour and Company Limited
William Wood, Managing Director

S. I. Carbrain S.p.A.
Dr. Fabrizio Anselmi
General Manager

Drayton Castle Limited
Kenneth M. Henfrey, Chairman

Eisen- und Stahlwarenfabrik A.G.
Erich Linck, General Manager

Gamlen Chemical Co. (U.K.) Limited
W. Seymour Roques
Managing Director

Kerr Europe S.p.A.
Victor P. Viglino
Managing Director

Pfaudler-Werke A.G.
Alfred Schwab, President

Resindion S.p.A.
Dr. Fabrizio Anselmi
General Manager

Ritter A.G.
Gustav Kircher, President

Sybron (Europe) A.G.
Werner Schreiner, Manager

Taylor Instrument Companies
(Europe) Limited
Ronald Marshall
Managing Director

Latin America

Pfaudler Permutit, S.A. de C.V.
Alberto Hernandez
General Manager

Ritter de Mexico, S.A. de C.V.
Dr. Arsen L. Yakoubian
General Manager

Sybron Interamericana Indústria
e Comércio Ltda.
Carlos Ljungmann
Managing Director

Sybron Interamericana S.A.I.C.
Carlos Ljungmann
Managing Director

Taylor Instrument
(Mexico) S.A. de C.V.
Salvador Martinez, President

Asia

Gamlen Chemical Co.
(Australasia) Pty. Ltd.
Kenneth C. Thompson
Managing Director

Gamlen (Japan) Limited
Claude H. Collier
Managing Director

Shinko-Pfaudler Company, Ltd.
Yoshio Hanai, President

Sybron Asia Limited
Alfred O. Ginkel, General Manager

Sybron (Australia) Pty. Limited
D. B. Lamacraft, Manager

John C. Read, Manager
Taylor Instrument Companies
of Australia Pty. Limited
William E. Kirkby
Managing Director

Directors

*A. Ritter Shumway
Honorary Chairman of the Board
F. Ritter Shumway
Chairman of the Board
Raymond E. Olson
Vice Chairman of the Board
Mercer Brugler
Retired Vice Chairman of the Board
Ritter Pfaudler Corporation
Wilmot R. Craig
President and Chief Executive Officer
Lincoln First Banks Inc.
M. Herbert Eisenhart
Retired Vice Chairman of the Board
Bausch & Lomb, Inc.
J. Wallace Ely
President
Security Trust Company of Rochester
Sherman Farnham
Partner
Nixon, Hargrave, Devans & Doyle
Donald A. Gaudion
President
Fred H. Gowen
Chairman of the Board
MacKay-Shields Economics Inc.
Alexander D. Hargrave
President
Lincoln Rochester Trust Company
Horace J. McAfee
Partner
Simpson Thacher & Bartlett
Newman O. Pearsall
Partner
Pearsall & Co.
Marc E. Porter
Group Vice President—Instrument
Howard L. Richardson
Management Consultant
Robert C. Tait
Chairman
Tait and Legge, Inc.
Hulbert W. Tripp
Vice President for Finance
University of Rochester

Corporate Offices:

1100 Midtown Tower
Rochester, New York 14604

Annual Meeting:

Our Annual Meeting of Shareholders will be held in Rochester, New York, on Thursday, April 23, 1970. Official notice and other information with respect to this meeting will be mailed to you shortly.

Transfer Agents:

Common Stock:

Lincoln Rochester Trust Company
Rochester, New York
Chemical Bank
New York Trust Company
New York, New York

Preferred Stock:

Lincoln Rochester Trust Company
Rochester, New York
The Bank of New York
New York, New York

Registrars:

Security Trust Company
Rochester, New York
Morgan Guaranty Trust Company
New York, New York

Trustee, Paying and Conversion Agent For Convertible Debentures Due 1980:

Chemical Bank
New York Trust Company
New York, New York

Trustee, Paying and Conversion Agent For Convertible Debentures Due 1987:

First National City Bank
New York, New York

Trustee and Paying Agent for 7½% Sinking Fund Debentures Due 1994:

Morgan Guaranty Trust Company
New York, New York

*Deceased May 4, 1969

